



HINDALCO-ALMEX AEROSPACE LIMITED
CIN NO: U27203MH2007PLC166651

Registered Office: Century Bhavan, 3rd Floor, Dr. Annie Besant Road, Worli, Mumbai- 400030
website:www.hindalcoalmx.com Tel: (022)66626666 Fax: (022)24227586/24362516

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Tenth Annual General Meeting of the members of Hindalco-Almex Aerospace Limited will be held on Friday, the 26th August, 2016 at 11.00 a.m. at Aditya Birla Centre, S. K. Ahire Marg, Worli, Mumbai – 400 030 to transact the following business as:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 together with the Reports of the Directors and Auditors thereon.
2. To reappoint the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting.
3. To reappoint a Director in place of Mr. Vineet Kaul, who retires by rotation and, being eligible, has offered himself for re-appointment.

Special Business:

4. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

“RESOLVED that Mr. Devotosh Kumar Das (DIN: 07518055), who was appointed an Additional Director of the Company with effect from 19th May 2016 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 (the Act) but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company.”

By order of the Board
For Hindalco-Almex Aerospace Limited

Place: Mumbai
Date: 29th July, 2016

Sd/-
Shrikant Turalkar
Company Secretary



NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), in regard to the business as set out in Item No. 4 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of companies, societies, partnership firms, etc. must be supported by appropriate resolution/authority, as applicable, issued on behalf of the nominating organization. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting (AGM) are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.



EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Mr. D. K. Das was appointed as an Additional Director of the Company with effect from 19th May 2016 by the Board of Directors under Section 161 of the Act. In terms of Section 161(1) of the Act, Mr. Das holds office only upto the date of the forthcoming AGM but is eligible for appointment as a Director. A notice under Section 160(1) of the Act has been received from a Member signifying its intention to propose Mr. Das appointment as a Director.

Mr. Das is having qualification of B.Tech (IIT-Kharagpur), PGDM (IIM-Ahmedanad) and has over 29 years of experience in Sales and Marketing across different companies like Godrej, Hindustan Lever , Ballarpur Industries and Hindalco. He is currently working as Chief Marketing Officer of Aluminium business of Hindalco.

Your company would immensely benefit from the rich experience of Mr. Das through his appointment as director of the Company.

The Board of Directors of your Company recommends the Resolution for appointment Mr. D. K. Das as Director of the Company for your approval.

None of the directors or Key Managerial Personnel of the Company are concerned or interested in the said Resolutions except Mr. Das.

By order of the Board
For Hindalco-Almex Aerospace Limited

Sd/-
Shrikant Turalkar
Company Secretary

Place: Mumbai
Date: 29th July, 2016

ADITYA BIRLA



HINDALCO-ALMEX AEROSPACE

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ATTENDANCE SLIP

1. Folio No. / DP ID/ Client ID:

2. Name & Address of the First named members:

3. Numbers of Shares held:

I certify that I am a registered shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 10th Annual General Meeting of the Company at Aditya Birla Centre, S. K. Ahire Marg, Worli, Mumbai 400 030 on Friday, the 26th July 2016 at 11.00 A.M.

Signature of Shareholder

Signature of Proxy

NOTE:

Shareholders/Proxy holders are requested to bring this Attendance Slip to the Meeting and hand over the same at the entrance duly signed.

ADITYA BIRLA



HINDALCO-ALMEX AEROSPACE

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PROXY FORM

ANNUAL GENERAL MEETING TO BE HELD ON 26th JULY 2016 AT 11.00 A.M.

| | | |
|------------------------|-------|--|
| Name of the Member(s): | | |
| Registered Address: | | |
| E Mail Id: | | |
| Folio No./ Client Id: | DP ID | |

I/We being a Member(s) holding _____ shares of the company, hereby appoint:

1. _____ of _____ having e-mail id _____ or failing him/her
2. _____ of _____ having e-mail id _____ or failing him/her
3. _____ of _____ having e-mail id _____

As my/our proxy to attend and vote (on a poll) for me/us and on our/my behalf at the 10TH Annual General Meeting of the Company to be held on Friday, the 26th July 2016 at 11.00 A.M. at Aditya Birla Centre, S. K. Ahire Marg, Worli, Mumbai – 400 030 and at any adjournment thereof in respect of such resolution as are indicated below:

| Resolution No. | Resolutions | For* | Against* |
|-----------------------|--|-------------|-----------------|
| 1. | Adoption of the Audited financial statements for the financial year ended 31 st March, 2016, the Reports of Directors' and Auditors' thereon. | | |
| 2. | Re-appointment of Statutory Auditors viz. M/s Price Waterhouse | | |
| 3. | Re-appointment of Mr. Vineet Kaul, Director retiring by rotation. | | |
| 4. | Appointment of Mr. Devotosh Kumar Das as Director of the Company. | | |

Signed this _____ day of _____ 2016

Signature of shareholder: _____

Signature of Proxy Holder(s) : (1) _____ (2) _____ (3) _____

Affix
Revenue
Stamp



*Please put a "X" in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' or 'against' column blank against the Resolution, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A proxy need not be a member of the Company.
3. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorised by it and an authenticated copy of such authorisation should be attached to the proxy form.
4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
5. For the Resolutions, Explanatory Statement and notes please refer to the Notice of the Annual General Meeting.
6. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes.
7. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
8. Please complete all details including details of member(s) in the above box before submission.